

# **EXHIBIT 10**

ATTORNEYS' EYES ONLY

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

WAYMO LLC

Plaintiff,

vs.

Case No.

UBER TECHNOLOGIES, INC.; 17-cv-00939-WHA

OTTOMOTTO, LLC; OTTO

TRUCKING LLC,

Defendants.

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\*\*ATTORNEYS' EYES ONLY\*\*

VIDEOTAPED DEPOSITION OF TRAVIS KALANICK

San Francisco, California

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Volume I

REPORTED BY:

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1                   We wanted to give the employees the                   08:25:27  
2                   confidence that we had that the technology was  
3                   built from the ground up.

4           Q.     Was the meeting called in connection with  
5           the filing of the lawsuit?                                   08:25:36

6           A.     Yes.

7           Q.     Okay. And who spoke on that subject?

8           A.     So I spoke for part of it. Anthony spoke  
9           for part of it. A large portion of the speaking  
10          time was taken by James Haslam, who was the head of       08:26:00  
11          the laser effort at ATG.

12                   Angela spoke. And, I mean, other people  
13          may have, but I don't remember.

14          Q.     Did you have a discussion with  
15          Mr. Levandowski before the meeting started to               08:26:25  
16          discuss what he was going to speak about and what  
17          you were going to speak about?

18          A.     I don't recall specific discussion, but I  
19          may have.

20          Q.     Would you expect that you would have?               08:26:37

21          A.     I -- I certainly would have liked to.

22          Q.     Do you have any reason to believe you did  
23          not?

24          A.     I just don't remember specific  
25          discussion. Doesn't mean I didn't have it, I               08:26:51

1 just -- I don't remember. 08:26:54

2 You know, the -- I had my -- my meetings.

3 My days are just scheduled sort of -- they're very

4 full. They start early in the morning and they go

5 sometimes till 11:00 p.m. or midnight. And 08:27:04

6 sometimes it could be, you know, just I talked to

7 somebody in the minutes between meetings.

8 Sometimes the meetings just keep rolling.

9 Sometimes they go long.

10 Q. But you -- you saw him and you interacted 08:27:16

11 with him at this all-hands meeting, correct?

12 A. Correct. Yes.

13 Q. Did you ask him, What's the deal with

14 these allegations about downloading documents?

15 A. I don't remember specifically saying 08:27:27

16 that, but that feels, of course, like something

17 that I would want to know.

18 Q. What did you -- what do you remember

19 saying?

20 A. I -- I don't remember that -- like that 08:27:34

21 kind of interaction specifically. But he certainly

22 explained himself during that -- during that

23 meeting.

24 Q. Wouldn't you expect that you would ask

25 him that question personally? 08:27:51

1 meeting? 08:31:28

2 A. Cameron. I am trying to think who else.

3 Nina. Anthony was there. I was there.

4 There may have been others. I don't -- I

5 don't remember. 08:31:47

6 Q. This was an in-person meeting?

7 A. Yeah.

8 Q. Where was it?

9 A. It was at Uber HQ, 1455 Market Street.

10 Q. Why would Mr. Levandowski tell you at 08:32:03

11 this meeting that he had had five discs of Google

12 files?

13 MS. DUNN: Objection to form.

14 THE DEPONENT: I don't know why he told

15 us. But it's important when you do a deal that 08:32:15

16 people sort of disclose if there's any -- any

17 things that need to be discussed before a deal is

18 consummated.

19 Q. (By Mr. Verhoeven) Were there some

20 circumstances that made it appropriate at this 08:32:30

21 meeting for him to disclose that, that you're aware

22 of?

23 A. I don't remember. I don't remember

24 anything specific.

25 Q. What was the purpose of the meeting? 08:32:38

1           A.    You know, I think as we get closer to           08:32:45  
2    deals, we have to have discussions about, Okay,  
3    what are the things we need to do to get a deal  
4    done?

5                    I don't -- I don't know the specific           08:32:53  
6    purpose though.

7           Q.    You don't remember?

8           A.    No.

9           Q.    Going back to the all-hands meeting --

10          A.    Yeah.   08:33:05

11          Q.    -- you don't remember having a discussion  
12    with Mr. Levandowski after he made his  
13    presentation?

14          A.    I mean, I've had many discussions with  
15    Levandowski like over the years.                           08:33:19

16          Q.    I meant -- I meant -- let me --

17          A.    Yeah.

18          Q.    I'm sorry. The question was vague.

19          A.    Yeah.

20          Q.    You don't remember any conversation           08:33:26  
21    during the meeting, after he made the presentation,  
22    with Mr. Levandowski?

23          A.    Well, the meeting was -- I mean, the  
24    meeting wasn't a discussion between him and me.

25    The meeting was us sort of speaking to the company.       08:33:38

1 Q. Did he -- what else did he say when he 08:37:30  
2 spoke at the meeting?

3 A. I think that was the majority of it.

4 Q. Do you remember anything else that  
5 Mr. Haslam said when he spoke at the meeting? 08:37:40

6 A. I do not.

7 Q. What about Ms. Padilla?

8 A. Ms. Padilla, she spoke about our  
9 confidence that we had built this technology from  
10 the ground up, and spoke about, sort of at a high 08:38:01  
11 level, sort of the kind of processes we go through  
12 to make sure that the technology we build is -- is  
13 ours.

14 Q. And what processes did she talk about?

15 A. She didn't go into the process -- any 08:38:21  
16 processes in detail, but, you know, just our  
17 values, you know, and the things we do, just at a  
18 high level, to make sure that we built things the  
19 right way.

20 Q. And what things did -- did that -- that 08:38:37  
21 Uber does --

22 A. Yeah.

23 Q. -- did she mention?

24 A. I don't remember specifically what those  
25 were that she mentioned. 08:38:45

1 Q. Okay. 08:47:29

2 A. So --

3 Q. Which meeting was that?

4 A. That was the meeting that had Cameron and  
5 Nina and Anthony, and possibly others, I just can't 08:47:37  
6 remember. And this is the meeting we spoke to  
7 earlier -- that I spoke to earlier.

8 Q. Okay. So this is the meeting about the  
9 five discs or that -- in which the five discs came  
10 up? 08:47:54

11 A. Well, I -- I'm not sure how many discs,  
12 but it was something like that, yes.

13 Q. Okay. And why were you having that  
14 meeting?

15 A. Okay. We were having that meeting 08:48:06  
16 because -- well, I don't remember the exact, like,  
17 calendar request or purpose, but we were getting  
18 through a deal process and we wanted to sort of get  
19 to the -- see if we can get to closure on the deal.

20 Q. Did someone at the meeting ask 08:48:28  
21 Mr. Levandowski whether or not he had any Google  
22 documents?

23 A. I don't remember that.

24 Q. Do you remember whether he volunteered it  
25 or whether it was in response to a question? 08:48:38



1 A. I don't remember specifically. 08:48:44

2 Q. Was anything else discussed at the  
3 meeting?

4 A. I think so, yes.

5 Q. Can you tell me what you remember. 08:48:50

6 A. I don't remember much of it.

7 Q. Do you remember anything, though?

8 A. Not really.

9 Q. Okay. So the answer is no?

10 A. The answer is not really. 08:49:02

11 Q. But you don't remember -- you can't  
12 identify for me anything else that occurred in the  
13 meeting, correct?

14 MS. DUNN: Objection to form.

15 THE DEPONENT: I'm trying to think if 08:49:13

16 there's anything. I mean, other than generally  
17 just talking about the deal and getting the deal to  
18 closure, I -- I don't have more specifics on that.

19 Q. (By Mr. Verhoeven) Okay. Did you have  
20 another meeting during the March/April time frame 08:49:36  
21 on the subject of Levandowski and Google or Waymo  
22 documents?

23 A. I had at least a couple meetings with my  
24 general counsel about diligence, generally.

25 Q. Was the subject of Google documents 08:50:03

1 discussed during those meetings? 08:50:06

2 MS. DUNN: Objection. The content of

3 those meetings would be privileged.

4 You're instructed not to answer.

5 Q. (By Mr. Verhoeven) And when you say 08:50:17

6 "general counsel," who was that at the time?

7 A. Salle Yoo.

8 Q. Was the subject of diligence concerning

9 Mr. Levandowski discussed at this meeting?

10 MS. DUNN: Objection. Content of the 08:50:38

11 meeting and discussions is privileged.

12 You're instructed not to answer.

13 Q. (By Mr. Verhoeven) There was a couple of

14 meetings, correct?

15 A. I remember -- I remember a couple. Like 08:50:49

16 it -- it's -- it feels like it was a couple. I

17 don't know for sure, but something like that.

18 Q. Who was at the first meeting?

19 A. I don't know. I know that our general

20 counsel was. I'm not sure if there were others 08:51:05

21 there or not. I can't remember.

22 Q. Do you remember if there were outside

23 counsel?

24 A. I can't remember. I don't think so.

25 Q. Was anyone from Morrison Foerster there? 08:51:15

1 A. I don't know. 08:51:22

2 Q. Was anyone from O'Melveny Myers there?

3 A. I don't know.

4 Q. Same questions for the second meeting.

5 Do you remember who was there? 08:51:30

6 A. No, not specifically.

7 Q. You do remember that general counsel

8 Salle Yoo was there?

9 A. Yes.

0 Q. Was anyone else from Uber there? 08:51:39

1 A. Possibly, but I just -- I just don't

2 remember.

3 Q. Was anyone from Otto there?

4 A. I don't know. I don't think so.

5 Q. Was Mr. Levandowski there? 08:51:51

6 A. I don't think so.

7 Q. And that goes for the -- the first of

8 those two meetings, too?

9 A. Yeah.

0 Q. Did you learn that -- at either of these 08:52:09

1 meetings, did you learn that Mr. Levandowski had

2 taken Google documents when he left?

3 MS. DUNN: Objection. Contents of the

4 meeting would be privileged communications.

5 The witness is instructed not to answer. 08:52:23

1                   And then you get a very confirma- -- I                   09:02:34  
2                   got a very confirmatory, Absolutely not.

3                   And then my second thing is, We are going  
4                   to make sure that that is the case. We are going  
5                   to have independent investigators look into this                   09:02:44  
6                   and find out whether that is true. And you need to  
7                   make sure that that continues to be true.

8                   Q.     (By Mr. Verhoeven) Okay. Do you  
9                   remember what you said to him about having  
10                  independent investigators --                   09:03:02

11                  A.     No.

12                  Q.     -- make sure?

13                  A.     I don't remember the specifics, but we  
14                  certainly had an investigation that started looking  
15                  through every server forensically, and started                   09:03:15  
16                  interviewing -- started interviewing, you know,  
17                  many engineers, dozen of engineers, to verify that  
18                  they hadn't seen any files, and verify that those  
19                  files never touched us.

20                  Q.     Did you direct that specifically to                   09:03:33  
21                  happen?

22                  A.     Our chief security officer, Joe Sullivan,  
23                  did.

24                  Q.     And how do you know that?

25                  A.     At some point I was told that that was                   09:03:42

1 going on. 09:03:45

2 Q. By whom?

3 A. I don't remember.

4 Q. You don't remember?

5 A. No. 09:03:48

6 Q. What conversations did you have within  
7 Uber about this investigation that you referred to?

8 MS. DUNN: I will just caution the  
9 witness to only answer to the extent that it  
10 doesn't involve conversations with counsel. 09:04:02

11 THE DEPONENT: Yeah.

12 MR. VERHOEVEN: So just for the record,  
13 Counsel, you're instructing the witness not to  
14 answer any conversations he had with counsel about  
15 the subject of any investigations that were done 09:04:10  
16 after the filing of the complaint?

17 MS. DUNN: I am -- I am instructing the  
18 witness to answer your question only to the extent  
19 that it doesn't involve privileged communications  
20 with counsel. That's my instruction. 09:04:21

21 MR. VERHOEVEN: Including conversations  
22 on the subject of investigations done after the  
23 complaint?

24 MS. DUNN: Charlie, your responsibility  
25 is to ask the question. 09:04:29

1 Q. Who did you learn -- where did that -- 10:07:24  
2 withdrawn. Sorry.

3 That recollection you are talking about,  
4 did somebody say something that gave you that  
5 recollection or gave you the information that you 10:07:32  
6 are recalling?

7 MS. DUNN: Objection to form.

8 THE DEPONENT: I feel like that was part  
9 of the conversation, but I can't specifically  
10 pinpoint who said what. 10:07:43

11 Q. (By Mr. Verhoeven) What did Levandowski  
12 say about whether he had the files or not?

13 A. I don't -- I don't remember.

14 Q. Did it seem strange to you, this story he  
15 was telling about wanting to have the files to show 10:08:00  
16 this contribution?

17 MS. DUNN: Objection to form.

18 THE DEPONENT: It seemed unfortunate.  
19 Whether it was strange or not, I don't know, but it  
20 was certainly unfortunate. 10:08:16

21 Q. (By Mr. Verhoeven) Why would -- why  
22 would it make sense for an employee to steal  
23 corporate files for the purpose of showing that  
24 they are entitled to a bonus?

25 MS. DUNN: Objection to form. 10:08:28

1 repeat the question. 10:53:20

2 Was there a recommendation made to fire  
3 Mr. Levandowski at that point in time?

4 MS. DUNN: Same objection. You are  
5 instructed not to answer if you can only answer 10:53:29  
6 based on what your conversations were with counsel.

7 THE DEPONENT: I cannot answer that  
8 question.

9 Q. (By Mr. Verhoeven) Was the  
10 recommendation that you referred to about removing 10:53:39  
11 him from LiDAR based on a conversation with  
12 attorneys?

13 A. It was based on a bunch of conversations,  
14 some of which were with attorneys.

15 Q. Okay. Which ones weren't with attorneys? 10:53:55

16 A. I can't remember specific --  
17 specifically. Just knowing that that kind of  
18 conversation happened, sometimes with attorneys;  
19 sometimes without.

20 Q. Okay. What do you remember about the 10:54:07  
21 conversations without attorneys?

22 A. That having him work outside of the area  
23 of this specific technology, which was where the  
24 complaint was mostly focused, was probably a good  
25 idea. 10:54:35

1 Q. And what was your understanding of what 10:54:37  
2 was the reason for that conversation to occur at  
3 that time?

4 MS. DUNN: Form.

5 THE DEPONENT: I don't remember. I don't 10:54:45  
6 remember the specifics.

7 Q. (By Mr. Verhoeven) Was there some event  
8 that occurred that resulted in this conversation?

9 MS. DUNN: Form.

10 THE DEPONENT: This was before the 10:54:58  
11 preliminary injunction order?

12 Q. (By Mr. Verhoeven) Yes, it was before  
13 the preliminary injunction.

14 A. So it's just -- look, I mean, there's not  
15 a lot of days between the complaint and the PI 10:55:08  
16 order. It wasn't a long period of time. So I  
17 think we are learning as we go, and we are trying  
18 to figure out what is the right thing to do, given  
19 the facts we know and what we are learning as we  
20 go. 10:55:25

21 Q. Okay. I understand that. But I am just  
22 trying to probe your recollection of conversations.

23 And you've testified that you had some  
24 conversations about removing from Mr. Levandowski  
25 from his work on LiDAR that were with others that 10:55:36